

**Alvin Myo Dunn American Legion Post 365**  
**The American Legion, Department of California**  
1234 South Santa Fe Avenue  
Vista, CA 92084

**CONSTITUTION AND BY-LAWS**

**PREAMBLE**

For God and Country, we associate ourselves together for the following purposes: To uphold and defend the Constitution of the United States of America; to maintain law and order; to foster and perpetuate a one hundred percent Americanism; to preserve the memories and incidents of our associations in all wars; to inculcate a sense of individual obligation to community, state, and nation; to combat the autocracy of both the classes and the masses; to make right the master of might; to promote peace and goodwill on earth; to safeguard and transmit to posterity the principles of Justice, Freedom, and Democracy; to consecrate and sanctify our comradeship by our devotion to mutual helpfulness.

**ARTICLE I - NAME AND OBJECTS**

Section 1: Name

The name of this organization shall be: Alvin Myo Dunn American Legion Post 365, Department of California, located at 1234 South Santa Fe Avenue, Vista, California, 92084, hereinafter referred to as "Post."

Section 2: Objects

The objects and purposes of this Post shall be to promote the principles and policies as set forth in the foregoing preamble, the Articles of Incorporation No. 158702, dated October 19, 1945, and the National and Department Constitutions and By-Laws of The American Legion.

Section 3: Non-Profit Status

This corporation is not organized, nor shall it be operated, for pecuniary gain or profit, and it does not contemplate the distribution of gains, profits, or dividends to the members thereof and is organized solely for nonprofit purposes. The property, assets, and net income of this corporation are irrevocably dedicated to charitable purposes and no part of the profits or net income of this corporation shall ever inure to the benefit of any private shareholder or individual. Upon the dissolution or winding up of this corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of the corporation shall be distributed to The American Legion or to a non-profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes, and which has established its tax-exempt status under Section

23701(d) of the Revenue and Taxation Code and/or Section 501(c)(19) of the Internal Revenue Code.

## **ARTICLE II - NATURE**

### Section 1: Civilian Organization

This Post is a civilian organization, and membership therein does not affect or increase liability for military or police service. Rank does not exist in the Post; no member shall be addressed by their military title in any meeting of this Post. Each member shall perform their duty fully as a citizen.

### Section 2: Political Neutrality

This Post shall be absolutely non-political and shall not be used for the dissemination of partisan principles or for the promotion of the candidacy of any person seeking public office or preferment. No candidate for nomination or election to, nor any incumbent of, any remunerative elective public office shall hold any elective office or any appointive remunerative office in this Post. This provision shall not affect membership on Post, Department, or National standing or special committees.

## **ARTICLE III - MEMBERSHIP AND DUES**

### Section 1: Eligibility

Eligibility for membership in this Post shall be as prescribed by the National Constitution of The American Legion.

### Section 2: Membership Class

There shall be no form or class of membership except active membership. Dues shall be paid annually, by multi-year, or for life.

### Section 3: Application for Membership

Candidates for membership in this Post shall make application upon a form prescribed by the Post Executive Committee. The application shall be accompanied by the dues for the current calendar year and official evidence of eligibility, such as a DD Form 214 or an active-duty identification card.

### Section 4: Approval of Membership

All applications for membership and transfers shall be verified by the First Vice Commander. A majority vote of those members present and voting at a regular Post meeting shall accept or reject a candidate. No person may be a member of more than one Post at any time.

## Section 5: Expelled Members

No person who has been expelled by a Post shall be admitted to membership in this Post without the consent of the expelling Post, except that where such consent has been asked for and denied by such Post, they may then appeal to the Department Executive Committee for permission to be admitted to membership in this Post, and shall be ineligible for membership until such permission is granted.

## Section 6: Annual Dues

Annual membership dues shall be payable in advance and shall be in an amount recommended by the Executive Committee and approved by a majority vote of the members present and voting at a regular Post meeting. From such dues, the Post shall pay all per capita taxes or assessments as prescribed by the National and Department By-Laws.

## Section 7: Delinquency, Suspension, and Forfeiture

A member whose dues have not been paid on the member's renewal date shall be classed as delinquent. If their dues are paid within 30 days of expiration, the member shall be automatically reinstated. If the member is still delinquent 30 days after expiration, the member shall be suspended from all privileges. If the member is still under such suspension 120 days following expiration, their membership in The American Legion shall be forfeited. A member so suspended or whose membership has been forfeited may be reinstated to active membership in good standing by vote of the Post and payment of current dues for the year in which reinstatement occurs.

# **ARTICLE IV - POST OFFICERS AND EXECUTIVE COMMITTEE**

## Section 1: Elected and Appointed Officers

The elected officers of this Post shall be: Commander, First Vice Commander, Second Vice Commander, Finance Officer, Historian, Sergeant-at-Arms, and the Executive Committee members.

The appointed officers of this Post shall be: Adjutant, Chaplain, Judge Advocate, and Service Officer. Appointed officers shall be appointed by the Commander, subject to ratification by the Executive Committee.

The Junior Past Commander shall be an officer by virtue of their position.

#### Section 2: Eligibility to Hold Office

Every member of this Post in good standing shall be eligible to hold office in this Post. The Post Commander and Vice Commanders may not hold any other offices in the Post. Any other officer may hold two or more offices.

#### Section 3: Executive Committee Composition and Powers

The Executive Committee shall consist of all Post Officers, elected and appointed, and a maximum of six (6) elected members-at-large. The number of elected members-at-large shall be one (1) per one hundred (100) members or major fraction thereof. The administration, government, and management of the Post are entrusted to the Executive Committee, subject to the approval of the general membership as herein prescribed. The Executive Committee shall consider all matters affecting the Post and shall make recommendations to the membership for approval.

### **ARTICLE V - NOMINATIONS, ELECTIONS, AND TERMS OF OFFICE**

#### Section 1: Nomination Procedure

Nominations for all elected offices and elected Executive Committee members-at-large shall be opened at the regular Post meeting in April. Notice of this meeting shall be given at the previous regular meeting. Nominations shall remain open until the regular Post meeting in May, at which time they shall be closed.

#### Section 2: Election Procedure

The election of officers shall be conducted at the May meeting immediately following the close of nominations. Election shall be by written, secret ballot. When only one person is nominated for a position, the Commander may declare that person to be elected by acclamation. A majority of all votes cast shall be required for the election of Commander and Vice Commanders. Other elected officers and Executive Committee members-at-large may be elected by a plurality vote. The Post Commander shall appoint an election committee of three (3) tellers to count ballots. Any person running for an elected office is ineligible to serve as a teller. Ballots shall be retained by the Adjutant for thirty (30) days.

### Section 3: Terms of Office and Installation

Elected and appointed officers shall serve for a term of one (1) year. Elected Executive Committee members-at-large may serve for a term not to exceed three (3) years. All officers shall be installed prior to The Department of California Convention following the annual election, using an impressive ritual in accordance with the National Manual of Ceremonies.

### Section 4: Vacancies and Abandonment of Office

Should any Post officer or member of the Executive Committee be absent for three (3) consecutive meetings of the Post or Executive Committee without being excused by the Post Commander or the Executive Committee, such office may be declared vacant by a majority vote of the members present at a regular Post meeting. All other vacancies, however created, shall be filled by election or appointment, as originally filled, at one of the two regular meetings following the declaration of the vacancy.

## **ARTICLE VI - DUTIES OF OFFICERS**

### Section 1: Post Commander

The Commander shall be the Chief Executive Officer of the Post, preside at all meetings, have general supervision over the business and affairs of the Post, and perform such other duties as directed by the Post. The Commander shall ensure all mandatory reports are submitted to the Department by the required deadlines.

### Section 2: First Vice Commander

The First Vice Commander shall assume the duties of the Commander in their absence or disability, is responsible for Post membership programs, and shall verify the eligibility of all applicants.

### Section 3: Second Vice Commander

The Second Vice Commander shall assume the duties of the First Vice Commander in their absence or disability and shall be responsible for Ways & Means and all Post activities.

### Section 4: Adjutant

The Adjutant shall be the Chief Administrative Officer of the Post, keep a full and correct record of all proceedings, handle all correspondence, and be responsible for the timely submission of the Post Data Report, Consolidated Post Report, Certification of Post Officers, and Certification of Department Convention Delegates to the Department.

#### Section 5: Finance Officer

The Finance Officer shall have custody of the Post funds, keep the Post accounts, report thereon at regular meetings, receive all funds, and pay all bills approved by the Post.

#### Section 6: Post Historian

The Post Historian shall be charged with the individual records and incidents of the Post and its members.

#### Section 7: Post Chaplain

The Post Chaplain shall be charged with the spiritual welfare of the Post's comrades and will offer divine but non-sectarian service as recommended by National or Department Headquarters.

#### Section 8: Post Sergeant-at-Arms

The Sergeant-at-Arms shall preserve order at all meetings and is charged with the care and maintenance of Post colors and ceremonial equipment.

#### Section 9: Post Service Officer

The Service Officer shall be the primary point of contact for providing information and assistance to veterans and their families regarding benefits.

#### Section 10: Post Judge Advocate

The Post Judge Advocate shall advise the Post officers on the construction and interpretation of these By-Laws and act as Post Parliamentarian.

#### Section 11: Junior Past Commander

The Junior Past Commander shall act as an advisor to the Post Commander and shall chair the Nomination Committee.

### **ARTICLE VII - FINANCE AND AUDITS**

#### Section 1: Financial Administration

No money shall be paid from the funds of this Post except on statements duly certified and approved by the Executive Committee or upon appropriations authorized by the general membership. The Executive Committee, with the approval of the Post, shall be charged with the administration and supervision of the receipt and disbursement of Post monies and the maintenance of complete financial records using standard accounting practices. No member of the Post, without the approval of the post membership and appointment by the Commander, shall sponsor any activity in the name of the Post, or in any way place the Post under any obligation.

#### Section 2: Mandatory Annual Audit

The Post shall determine its fiscal year. The Post shall cause its books of account to be examined annually, covering the immediately preceding fiscal year. This examination shall occur within 90 days of the new installation of officers. If the Post's gross annual revenue is \$50,000 or over, this examination must be conducted by a reputable bookkeeper or certified public accountant. The examination shall be conducted by a committee of three (3) competent persons, none of whom shall be the Commander, Adjutant, or Finance Officer.

#### Section 3: Bonding

The Post Finance Officer and any other officer or position charged with the responsibility of handling Post funds should be bonded under a blanket bond to be purchased and maintained by the Post.

#### Section 4: Real Estate and Property

The sale or purchase of any real estate in the name of the Post may be accomplished by recommendation from the Executive Committee and approved by a two-thirds majority of the members present and voting at the second regular meeting following such recommendation. Written notice must be provided to all members.

### **ARTICLE VIII - POST MANAGEMENT AND COMMITTEES**

#### Section 1: Clubroom and House Committee

The Executive Committee shall appoint a House Chairman who shall have charge of the maintenance and upkeep of the clubroom and kitchen. The House Chairman will not have a vote on the Executive Committee unless they are nominated and elected as an Executive Committee member. The House Chairman and Clubroom Manager shall hire sufficient employees, maintain stock, and submit financial reports to the Executive Committee.

#### Section 2: House/ Clubroom Rules

The House Chairman shall formulate a set of house rules for approval by the Executive Committee and the Post membership. The House Chairman, Clubroom Manager, and Bartender on duty shall strictly enforce such rules. Any member or guest failing to abide by the rules may be requested to leave the clubroom and may be asked to appear before the House Committee to explain their actions. Use of the clubroom is a privilege that may be denied at any time for misconduct.

#### Section 3: Clubroom Manager

The Clubroom manager, once hired by the House Chairman, may be replaced only by the recommendation of the House Chairman and a two-thirds affirmative vote of the House Committee. The Clubroom Manager will keep a record of hours worked by building employees and report to the Payroll Company for tax purposes. All wages or salaries shall be paid by check, or as otherwise authorized. The Clubroom Manager shall make bi-weekly deposits of all clubroom receipts. The Clubroom Manager will be responsible for all authorized payments for goods or services from the American Legion account. The authorized signatures on the American Legion account will be: Post Commander, Second Vice Commander, House Chairman, Finance Officer, and Clubroom Manager.

#### Section 4: Standing and Special Committees

The Post Commander, upon taking office, shall appoint such standing and special committees as deemed necessary to carry out the programs of The American Legion.

## ARTICLE IX - MEETINGS

### Section 1: Regular Meetings (General Meeting)

The regular business meeting of this Post shall be held on the third Saturday of each month at 10:00 AM at the Post home. This Post shall meet at least once each month during no less than ten (10) months of each year. No member may take part in a Post meeting unless they are a member in good standing.

### Section 2: Debate

Debate on any subject shall be limited to three (3) minutes by any one member, except by consent of a majority of the membership present. No member shall speak a second time on a motion until all other members who desire to speak on the motion have had the floor. The maker of a motion has the right to be the last speaker on the motion. Refer to *Roberts' rules of order*.

### Section 3: Executive Committee Meetings

The Executive Committee shall regularly meet once a month prior to the General Meeting at a time and place of its choosing. A majority shall constitute a quorum. The Commander and Adjutant shall be the chair and secretary respectively. It may hold such special meetings as it or the Commander may deem necessary, notice thereof being given to each member of the Executive Committee, at least seventy-two (72) hours before the time of the meeting, giving the time and place and the matter to be considered.

### Section 4: Special Meetings

A special Post meeting may be called by the Commander or Executive Committee and must be called upon written request of twenty-five (25) members. Notice must be transmitted to each member at least ten (10) days prior to said meeting, stating the time, place, and subject to be considered.

### Section 5: Quorum

A quorum at all Post General meetings shall consist of one-half of the Post Officers, plus one (1).

### Section 6: Electronic Meetings and Correspondence

Electronic meetings are authorized for all official meetings of the Post, and electronic correspondence is authorized for all notifications of special meetings and official business, in accordance with the By-Laws of the Department of California.

### Section 7: Voting

No member may take part in a Post meeting or election unless they are a member in good standing. There shall be no voting by proxy or absentee ballot.

#### **ARTICLE X - AMERICAN LEGION FAMILY ORGANIZATIONS**

This Post recognizes an Auxiliary Unit, a Sons of the American Legion Squadron, and an American Legion Riders Chapter, which shall operate as set forth by their respective National and Department governing bodies.

#### **ARTICLE XI - DELEGATES**

Delegates and alternates to the Department Convention shall be elected at the regular meeting in May. The newly elected Post Commander shall automatically be a delegate and chairman of the delegation. The Post shall certify the election of its delegates to the Department by June 1st of each year.

#### **ARTICLE XII - DISCIPLINE OF MEMBERS**

Members of this Post shall be subject to disciplinary action as provided in the Department Administrative Hearing Manual. A Post may suspend or expel a member only after providing due process and for proper cause. Any member who has been suspended or expelled has the right of appeal to the Department Executive Committee.

#### **ARTICLE XIII - RECALL OF OFFICERS**

A petition, signed by ten percent (10%) of the membership in good standing, requesting an election to recall an elective officer or member of the Executive Committee, may be filed with the Adjutant. The Executive Committee shall verify the petition and, if sufficient, fix a date for a recall election to be held at a regular meeting. Notice shall be mailed to all members at least ten (10) days prior to the election, which shall be by secret ballot. If recalled, the officer is ineligible to be a candidate for the vacancy, which shall be filled at the next regular meeting.

#### **ARTICLE XIV - LIMITATION OF LIABILITY**

This Post shall incur no liability nor obligation which shall subject to liability any other Post, subdivision, group of members, member of The American Legion, or other individual, corporation, or organization.

#### **ARTICLE XV - PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of *Robert's Rules of Order, Newly Revised* shall govern the conduct of all meetings except as may be otherwise provided in these By-Laws or in the National or Department Constitution and By-Laws.

#### **ARTICLE XVI - AMENDMENTS**

Section 1: Procedure for Post-Initiated Amendments

Proposed amendments to these By-Laws must be submitted in writing at a regular meeting of the Post and read thereat. At the next regular meeting, the proposed amendment may be adopted by an affirmative vote of two-thirds of those members in good standing present and voting. They must then be submitted in duplicate to the Department for approval before they become effective.

#### Section 2: Mandatory Conformance and Review

These By-Laws shall be automatically amended to conform to any changes in the National or Department Constitution and By-Laws. Such mandated changes do not require approval by the Post membership. This Post shall review and update these By-Laws for compliance at least once every seven (7) years.

#### Section 3: Supremacy Clause

Nothing in these By-Laws shall be construed to conflict with the laws of the State of California, its Articles of Incorporation, or with the National or Department Constitution or By-Laws.

CERTIFICATION

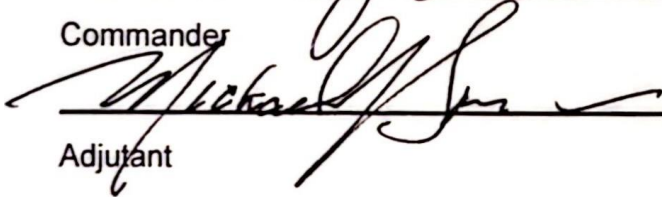
We, the undersigned, hereby certify that the above By-Laws were revised and adopted on, a quorum being present, by a two-thirds majority of those members present and voting.

Date of First Reading: 13 August, 2025

Date of Second Reading: ~~20 September, 2025~~



Commander



Adjutant